

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEVADA

Case number (if known) _____ Chapter 11☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Basic Water Company SPE 1, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 20-3643727

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>875 West Warm Springs Road</u>	
	<u>Henderson, NV 89011-4063</u>	
	Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
	<u>Clark</u>	Location of principal assets, if different from principal place of business
	County	
		Number, Street, City, State & ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor **Basic Water Company SPE 1, LLC**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check **all** that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

- ☒ No.
- ☐ Yes.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

Debtor **Basic Water Company SPE 1, LLC**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	Basic Water Company	Relationship	Parent Company
District	District of Nevada	When	9/10/22
		Case number, if known	

11. Why is the case filed in this district?
- Check all that apply:*
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☒ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____
- Where is the property?** _____
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds
- Check one:*
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **Basic Water Company SPE 1, LLC**
Name

Case number (if known)

16. Estimated liabilities☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☒ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Basic Water Company SPE 1, LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **September 10, 2022**
MM / DD / YYYY**X /s/ Stephanie A. Zimmerman**

Signature of authorized representative of debtor

Stephanne A. Zimmerman

Printed name

Title **President of Basic Water Company, Sole
Managing Member****18. Signature of attorney****X /s/ Samuel A. Schwartz**

Signature of attorney for debtor

Date **September 10, 2022**

MM / DD / YYYY

Samuel A. Schwartz

Printed name

Schwartz Law, PLLC

Firm name

**601 East Bridger Avenue
Las Vegas, NV 89101**

Number, Street, City, State & ZIP Code

Contact phone **702-385-5544**Email address **saschwartz@nvfirm.com****10985 NV**

Bar number and State

Fill in this information to identify the case:

Debtor name **Basic Water Company SPE 1, LLC**
 United States Bankruptcy Court for the: **DISTRICT OF NEVADA**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Bank of Nevada Divison of Western Alliance Bank P.O. Box 26237 Las Vegas, NV 89126-0237		Loan secured by certain real property, including a water distribution delivery system, the revenue streams under the City of Henderson Water Delivery		Unknown	Unknown	Unknown

**United States Bankruptcy Court
District of Nevada**

In re **Basic Water Company SPE 1, LLC**

Debtor(s)

Case No.
Chapter**11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
--	----------------	----------------------	------------------

**Basic Water Company
875 West Warm Springs Road
Henderson, NV 89011-4063**

Managing Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **President of Basic Water Company, Sole Managing Member** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **September 10, 2022**Signature **/s/ Stephanie A. Zimmerman
Stephanie A. Zimmerman**

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court
District of Nevada**

In re **Basic Water Company SPE 1, LLC**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the President of Basic Water Company, Sole Managing Member of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **September 10, 2022**

/s/ Stephanie A. Zimmerman

**Stephanne A. Zimmerman/President of Basic Water Company,
Sole Managing Member**

Signer/Title

Basic Water Company SPE 1, LLC
875 West Warm Springs Road
Henderson, NV 89011-4063

Samuel A. Schwartz
Schwartz Law, PLLC
601 East Bridger Avenue
Las Vegas, NV 89101

Internal Revenue Service
PO Box 7346
Philadelphia 19101-7346

United States Trustee
300 Las Vegas Blvd. South, #4300
Las Vegas, NV 89101

Clark County Assessor
c/o Bankruptcy Clerk
500 S. Grand Central Pkwy
Box 551401
Las Vegas, NV 89155-1401

Clark County Treasurer
c/o Bankruptcy Clerk
500 S. Grand Central Pkwy
PO Box 551220
Las Vegas, NV 89155-1220

Dept. of Employment, Training and Rehab
Employment Security Division
500 E. Third Street
Carson City, NV 89713

Nevada Dept of Taxation, BK Section
555 E. Washington Ave #1300
Las Vegas, NV 89101

Social Security Administration
Regional Chief Counsel, Region IX
160 Spear Street, Suite 800
San Francisco, CA 94105-1545

Bank of Nevada
Divison of Western Alliance Bank
P.O. Box 26237
Las Vegas, NV 89126-0237

Basic Management, Inc.
875 West Warm Springs Road
Henderson, NV 89011-4063

Basic Water Company
875 West Warm Springs Road
Henderson, NV 89011-4063

City of Henderson
City Attorney's Office
Attn: City Attorney
240 S Water Street
Henderson, NV 89015

City of Henderson
Henderson City Hall
240 South Water Street
Henderson, NV 89015-7227

City of Henderson, Dept of Utility Svs
Attn: Director
PO Box 95050
240 S Water Street, MSC 124
Henderson, NV 89015

Las Vegas Valley Water District
Attn: Mike Dishari
1001 S Valley View Blvd, MS 610
Las Vegas, NV 89153

Las Vegas Valley Water District
Attn: General Counsel
1001 S Valley View Blvd, MS 475
Las Vegas, NV 89153

Treco, LLC
5430 LBJ Freeway, Ste 1700
Dallas, TX 75240

**United States Bankruptcy Court
District of Nevada**

In re **Basic Water Company SPE 1, LLC**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Basic Water Company SPE 1, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Basic Management, Inc.
875 West Warm Springs Road
Henderson, NV 89011-4063

Basic Water Company
875 West Warm Springs Road
Henderson, NV 89011-4063

Pioneer Partners 2000, LLC
701 S Carson St, Ste 200
Carson City, NV 89701

Treco, LLC
5430 LBJ Freeway, Ste 1700
Dallas, TX 75240

☐ None [Check if applicable]

September 10, 2022

Date

/s/ Samuel A. Schwartz

Samuel A. Schwartz

Signature of Attorney or Litigant

Counsel for **Basic Water Company SPE 1, LLC**

Schwartz Law, PLLC

601 East Bridger Avenue

Las Vegas, NV 89101

702-385-5544 Fax: 702-201-1330

saschwartz@nvfirm.com

OFFICER'S CERTIFICATE
BASIC WATER COMPANY SPE 1, LLC
a Nevada limited liability company

September 1, 2022

This Officer's Certificate is furnished in connection with that certain meeting of the board of directors (the "**Board**") of the sole member (the "**Member**") of BASIC WATER COMPANY SPE 1, LLC, a Nevada limited liability company (the "**Company**") held on September 1, 2022.

The undersigned, Stephanie A. Zimmerman, as Chief Executive Officer of the Company, hereby certifies as follows:

1. She is the duly elected and acting Chief Executive Officer of the Company, and as such, is authorized to execute and deliver this certificate on behalf of the Company.
2. A duly noticed meeting of the Board of the Member of the Company took place via Zoom and telephone on Thursday, September 1, 2022, at 8:30 a.m. PST (the "**Meeting**").
3. A quorum was declared present at the Meeting, based on the presence of all of the members of the Board of the Member.
4. At the Meeting, the Board of the Member considered and adopted several resolutions authorizing that a voluntary Chapter 11 bankruptcy petition be filed by the Company, seeking relief under the provisions of chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the "**Resolutions**").
5. A true and correct copy of the Resolutions duly adopted at the Meeting is attached hereto as **Exhibit A**, and such resolutions have not been amended, modified, or rescinded and remain in full force and effect as of the date hereof.

[Signature Page to Follow.]

I hereby verify that the foregoing and that the attached Resolutions are true and correct.

EXECUTED as of the date first written above.



Stephanne A. Zimmerman
Chief Executive Officer

EXHIBIT A

**RESOLUTIONS OF THE
BOARD OF DIRECTORS
OF THE SOLE MEMBER**

[See Attached]

**ACTION BY CONSENT
OF THE SOLE MEMBER OF
BASIC WATER COMPANY SPE 1, LLC,
A NEVADA LIMITED LIABILITY COMPANY**

Dated as of September 1, 2022

The UNDERSIGNED, constituting the sole member (the “**Member**”) of BASIC WATER COMPANY SPE 1, LLC, a Nevada limited liability company (the “**Company**”), by and through the Member’s board of directors, hereby consents to the adoption of the following resolutions, as if they were adopted at a duly convened meeting of the Member at which quorum was present and acting throughout, which actions are hereby deemed effective as of the date set forth above:

WHEREAS, the Member has reviewed and considered the financial and operational condition of the Company and the Company’s business on the date hereof, including the historical performance of the Company, the assets of the Company, the current and long-term liabilities of the Company, the viability of the Company’s business, and the strategic alternatives available to the Company;

WHEREAS, the Member has had the opportunity to consult with the management of the Company and the Company’s advisors and to fully consider the strategic alternatives available to the Company, including, without limitation, the relative risks and benefits of pursuing a bankruptcy proceeding under the provisions of Chapter 11 of Title 11 of the United States Code (as amended, the “**Bankruptcy Code**”); and

WHEREAS, the Member deems it advisable and in the best interests of the Company and its creditors, interest holders, and other parties in interest, to consent to and adopt, in the name of and on behalf of the Company, the following resolutions:

NOW, THEREFORE, IT IS:

RESOLVED, that it is desirable and in the best interests of the Company and its creditors, employees, and other interested parties that a voluntary Chapter 11 bankruptcy petition be filed by the Company, seeking relief under the provisions of chapter 11 of the Bankruptcy Code (the “**Chapter 11 Case**”) in the United States Bankruptcy Court for the District of Nevada; and it is further

RESOLVED, that the president of the Member of the Company, STEPHANNE ZIMMERMAN (the “**Authorized Person**”), be, and is, authorized and directed to execute and file on behalf of the Company, all petitions, schedules, lists, motions, applications, and other papers or documents with the appropriate

court under the Bankruptcy Code and to take any and all action that is necessary, proper, or advisable to obtain such relief under the Bankruptcy Code, including, without limitation, any action necessary to maintain the ordinary course operation of the Company's business; and it is further

RESOLVED, that the law firm of SCHWARTZ LAW, PLLC ("**Schwartz Law**") be employed as counsel to the Company to represent and assist the Company in carrying out the Company's duties under the Bankruptcy Code and to take any and all actions to advance the Company's rights including the preparation of pleadings and filings in connection with the Chapter 11 Case, and the Authorized Person of the Company is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Case, and to cause to be filed an appropriate application for authority to retain the services of Schwartz Law; and it is further

RESOLVED, that the financial advisory firm of FORCE 10 PARTNERS, LLC ("**Force 10**") be employed as the Company's financial advisors to provide management and advisory services to the Company and to assist the Company in carrying out its duties under the Bankruptcy Code; and it is further

RESOLVED, that the Authorized Person of the Company be, and hereby is, authorized and directed to employ any other individual and/or firm as professionals or consultants to the Company as are deemed necessary or advisable to represent and assist the Company in carrying out the Company's duties under the Bankruptcy Code, and in connection therewith, the Authorized Person of the Company is hereby authorized and directed to execute appropriate retention agreements, and to cause to be filed an appropriate application for authority to retain the services of such firms; and it is further

RESOLVED, that the Authorized Person is hereby authorized and empowered to execute, deliver, file, and perform any agreement, document, or any amendment to the foregoing, in the name and on behalf of the Company, as may be necessary or advisable for the Company to obtain post-petition, all on such terms as the Authorized Person deems necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions; and it is further

RESOLVED, that the Authorized Person is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to take such additional actions, to perform all acts and deed, and to execute, ratify, certify, deliver, file, and record such additional agreements, notices, certificates, instruments, applications, payments, letters, and documents as any of them may deem necessary or advisable to implement the provisions of the foregoing resolutions, and to appoint such agents

on behalf of the Company as such Authorized Person may deem necessary or advisable in connection with any financing arrangement or the sale of assets, and the transactions contemplated by any of the foregoing, the authority for the taking of such action to be conclusive evidence thereof; and it is further

RESOLVED, that the Authorized Person is hereby authorized, empowered and directed, in the name and on behalf of the Company, to open and maintain one or more debtor-in-possession bank accounts for the Company, at such banks as the Authorized Person may determine, and that in connection therewith the Authorized Person may sign checks, authorize wire transfers and execute and deliver on behalf of the Company, such forms of banking resolutions as such banks may request and the Authorized Person may approve, which resolutions, when executed by such Authorized Person and inserted into the minute book of the Company, shall be deemed to be adopted by the Company with the same full force and effect as if such resolutions had been set forth herein in their entirety; and it is further

RESOLVED, that all of the acts and transactions taken by the Authorized Person or other members or managers, in the name and on behalf of the Company, relating to matters contemplated by the foregoing resolutions, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved, and ratified.

[No Further Text.]